

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

NEW ENGLAND CARPENTERS HEALTH
BENEFITS FUND, PIRELLI ARMSTRONG
RETIREE MEDICAL BENEFITS TRUST,
TEAMSTERS HEALTH & WELFARE FUND
OF PHILADELPHIA AND VICINITY, and
PHILADELPHIA FEDERATION OF
TEACHERS HEALTH AND WELFARE FUND,

Plaintiffs,

v.

FIRST DATABANK, INC., a Missouri
corporation, and MCKESSON CORPORATION,
a Delaware corporation,

Defendants.

Case No. 1:05-CV-11148-PBS

**DEFENDANT MCKESSON CORPORATION'S
MOTION FOR LEAVE TO REPLY TO PLAINTIFFS' OPPOSITION TO
MCKESSON'S MOTION TO COMPEL PRODUCTION OF DOCUMENTS**

Defendant McKesson Corporation ("McKesson") hereby moves the Court for leave to file a reply to Plaintiffs' Memorandum in Opposition to Defendant McKesson Corporation's Motion to Compel Production of Documents. A copy of the proposed reply is submitted herewith. The proposed reply does not repeat arguments appearing in McKesson's opening brief. Rather, McKesson requests leave to file a reply to clarify the relief sought by this motion and to respond to factual misstatements and new legal arguments raised in plaintiffs' opposition.

This Court should grant McKesson leave to file a reply brief for three reasons. First, McKesson wishes to clarify the relief sought by this motion in light of changes in plaintiffs' position regarding several items of disputed discovery since we filed our opening brief. Second,

plaintiffs have raised extraneous new factual assertions in their opposition that mischaracterize the history of McKesson's attempts to obtain access to discovery from the MDL action and the discussions between the parties concerning those attempts. McKesson wishes to correct these misstatements, as they have bearing on the appropriate relief necessary to resolve the discovery dispute. Third, the opposition raises new legal arguments relying on authorities outside the First Circuit, which are addressed in the proposed reply. McKesson respectfully submits that its discussion of these out-of-circuit authorities will assist the Court in deciding the motion.

Local Rule 7.1(b)(3) permits a party to submit a reply brief with leave of the court. Accordingly, McKesson respectfully requests that the Court grant it leave to file the proposed reply brief.

Dated: July 17, 2006

Respectfully submitted,
McKesson Corporation
By its attorneys:

/s/ Paul Flum

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CERTIFICATION PURSUANT TO LOCAL RULE 7.1

I, Paul Flum, counsel of record for defendant McKesson Corporation, hereby certify that McKesson's counsel conferred with counsel for plaintiffs in an effort to resolve the dispute referred to in this motion, and that the parties have not been able to reach agreement with respect thereto.

/s/ Paul Flum

Paul Flum

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on July 17, 2006.

/s/ Paul Flum

Paul Flum